

BARTHOLE & ROSARIO

Professional Accountants

12855 SW 136 Ave, Suite 213
Miami, FL 33186
(305)378-6608
Fax: (305)378-6575
E-mail: Giovycam@aol.com

P980000096313

November 13, 1998

Ms. Doris McDuffie
Florida Dept. Of State
409 E. Gaines St.
Tallahassee, FL 32399

Dear Ms. McDuffie:

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-11/16/98--01001--015
*****70.00 *****70.00

Please file the enclosed Articles of Incorporation for **MADE WITH LOVE MOMMIES AND ME, INC.** as soon as possible, and return a copy of the filed Articles, stamped by the State of Florida to me,

Paul A. Barthole
12855 SW 136th Ave, Ste. 213
Miami, FL 33186.

Enclosed is a check for \$70.00 for the filing fee. Please return the copy, via Fedex, using my account number 1915-7217-3.

Should you have any questions, please do not hesitate to call me at the number on the letterhead.

Thank you and best regards.

Paul A. Barthole

Paul A. Barthole
Managing Partner

PAB:pah
Enclosures(3)

Dmc
11-16-98

FILED
98 NOV -16 PM 3:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
MADE WITH LOVE, MOMMIES AND ME, INC.

FILED

98 NOV 16 PM 3:38

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby forms a Corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I
NAME

The name of the corporation shall be:

Made With Love Mommies and Me, Inc.

ARTICLE II
TERM OF EXISTENCE

This corporation is to exist perpetually, unless dissolved according to law.

ARTICLE III
PRINCIPAL OFFICE

The principal office of this corporation shall be:

1541 Brickell Avenue, Suite 405
Miami, Fl 33129

ARTICLE IV
NATURE OF BUSINESS

The corporation may engage or transact in any or all lawful activities or businesses permitted under the laws of the United States, the State of Florida or any other state, country, territory, or nation.

ARTICLE V
CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at this time is 100 shares of common stock having \$1.00 par value per share. This amount may be changed from time to time as prescribed by the by laws.

ARTICLE VI
STOCKHOLDERS

The initial stockholders of the corporation, the number of shares each owns, and the percentage of their ownership shall be:

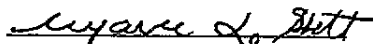
<u>Name</u>	<u># of Shares</u>	<u>% Ownership</u>
Marie Sbert	100	100%

ARTICLE VII
REGISTERED AGENT

The name of the initial registered agent of the corporation shall be Marie Sbert and the street address of the initial registered office of the corporation shall be:

1541 Brickell Avenue, Suite 405
Miami, Fl 33129

I am hereby familiar with and accept the duties and responsibilities as registered agent for said corporation.


Marie Sbert

ARTICLE VIII
EFFECTIVE DATE

The Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE IX
INITIAL OFFICERS

Marie Sbert	1541 Brickell Avenue, Suite 405 Miami, Fl 33129	President
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ARTICLE X
AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

ARTICLE IX
INCORPORATOR

The name and street address of the incorporator of these Articles of Incorporation is:

Marie Sbert	1541 Brickell Avenue, Suite 405	Miami, Fl 33186
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IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 13th day of November 1998.

Marie Sbert
Marie Sbert, Incorporator

STATE OF FLORIDA

COUNTY OF DADE

BEFORE ME, a notary public, authorized to take acknowledgments in the state and county set forth above personally appeared Marie Sbert, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid this 13th day of November 1998.



Notary Public